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CORPORATE INFORMATION

BOARD OF DIRECTORS:

- | | |
|-------------------------------|--------------------------------------|
| 1. Shri Nagji K. Rita | Chairman |
| 2. Shri Kamlesh S. Limbachiya | Whole Time Director |
| 3. Shri Kanji B. Rita | Managing Director |
| 4. Shri Virendra D. Singh | Director (Resigned w.e.f 10.08.2016) |
| 5. Shri Harilal B. Rita | Director |
| 6. Shri Deepak M. Vaishnav | Independent Director |
| 7. Shri Ajay Khera | Independent Director |
| 8. Shri Dilip C. Shah | Independent Director |
| 9. Shri Bharat P. Shah | Independent Director |
| 10. Smt Shilpa Vishal Solnaki | Independent Director |

AUDIT COMMITTEE

Shri Deepak M. Vaishnav (Chairman)
Shri Ajay Khera
Shri Nagji K. Rita
Shri Kamlesh S Limbachiya
Shri Bharat P Shah

NOMINATION & REMUNERATION COMMITTEE

Shri Ajay Khera (Chairman)
Shri Deepak M. Vaishnav
Shri Virendra D. Singh (Resigned w.e.f 10.08.2016)

STAKEHOLDER RELATIONSHIP COMMITTEE

Shri Ajay Khera (Chairman)
Shri Deepak M. Vaishnav
Shri Nagji K. Rita

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Shri Bharat P. Shah (Chairman)
Shri Nagji K. Rita
Shri Kamlesh S. Limbachiya

COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Bhavi R Gandhi

STATUTORY AUDITORS

M/s. PHD & Associates
Chartered Accountants
Radha Chambers, Level 3, Teli lane,
Andheri-East, Mumbai

CHIEF FINANCIAL OFFICER

Mr. Arvind J. Gala

BANKERS

Bank of India
HDFC Bank Ltd.
Kotak Mahindra Bank Ltd.
Axis Bank Ltd.
Punjab National Bank
Syndicate Bank
State Bank of India
ICICI Bank Ltd.
Canara Bank

INTERNAL AUDITORS

M/s. Shah & Ramaiya Chartered Accountants

SECRETARIAL AUDITOR

D. M. Zaveri & Co.

REGISTERED OFFICE

CIN No. L65990MH1995PLC089838
201, 2nd floor, Viraj Towers,
Western Express Highway,
Andheri – East, Mumbai – 400069

REGISTRAR AND SHARE TRANSFER AGENT

LINKINTIME INDIA PRIVATE LIMITED
C -13, Pannalal Silk Mills Compound
L.B.S Marg, Bhandup (West), Mumbai – 400 078

CHAIRMAN MESSAGE

Dear Shareholders,

I am glad to welcome you in our 21st Annual General Meeting of our company. Our Company began operations 21 years ago with modest roots and an aspiration to build a solid and robust business based on sustainable and long-lasting values and culture. Initially we provided Broking and financial services to our clients. Today, our aspiration is to be a respected, world-class, diversified financial services firm with a portfolio of high-quality, growth businesses.

During the journey of 21 years Company has diversified its business in different segments such as commodity, broking, non-banking financial services, Insurance and merchant banking services through its subsidiaries. This has meant that during this 21-years the company has gain several advantages and built a multi-platform for the benefit of its customers and shareholders and also helps the company to sustain in a volatile market environment, leading to reduced costs and improved customer services. With a significant presence in almost all the important segments of the financial services and leadership positions in many – each of our businesses represents future growth and an opportunity to sustain multiple client relationships across adjacent synergistic business verticals. We build enduring relationships with our clients by offering solutions that are customised to their needs and are supported by smart execution.

FY 2015-2016 wasfickle, the general economic slowdown in the country. We reduce market share, the business has faced its own set of challenges like persistency levels that did not match the high standards we had set for ourselves. Several times over the past few years we have paused and taken a moment to step back and take stock, identify the areas where we were lagging and worked on ways to improve. Almost all organisation's struggle to maintain a healthy balance between the two – become too pragmatic and risk losing the “soul” of their business – become too idealistic and one may find it difficult to survive in the real world. The reality of the global financial crisis had hit home hard. While this stage of our journey was the most demanding and punishing phase of our journey, which lead to poor performance of the Company its Broking Segment as compared to its performance in past years.

We have always felt that the India growth story should be seen from an evolutionary perspective rather than from an at-a-point-of-time perspective. The volatility and uncertainty in the Economy will be no more than what we have seen and we truly believe that the next two decades will be a better, upgraded version of the previous two decades. The basic tenets however remain the same – hard work, dedication, mental and physical strength and a firm belief in our own abilities. It is a long-winding road and the challenges are many but we will continue to justify the faith you have reposed in us by consistently exceeding expectations and delivering results that truly make this organization stronger over the period of time.

This letter provides the perfect opportunity to share our journey with you and put our successes as well as our failures in perspective. I look forwards to your unwavering support in this challenging but exciting process of building a good corporate image amongst stakeholders. We always want to look ahead and push ourselves to reinvent and re-innovate. We took this opportunity to be introspective and realized our core strengths. We believe that new innovation is necessary and a great driver for growth.

I am grateful to our stakeholders – customers for reposing their faith on us. Customers are at the heart of

what we do and happy customers make us happy. In fact it has been our customers who have been the stars to help us navigate our way as we built this diverse financial services platform. I am also thankful to our employees whom we are recognize as our core assets for their enthusiasm, numerous loyalty, and commitment towards the quest of excellence, our member on the Board for their perception and continuous support; management team for efficiency steering the company's resource and you, our shareholders for your trust and confidence.

Thanks & Regards,

Shri Nagji K. Rita
(Chairman)
Inventure Growth & Securities Limited

BOARD OF DIRECTORS**Shri Nagji K. Rita (Chairman)**

Mr. Nagji K. Rita, 64years, is the Chairman of our Company. He is one of our founder members and has been with our Company, in the capacity of a Director since incorporation. He is a Bachelor of Commerce from the University of Mumbai. He started his career by managing a grocery store. His experience includes running and managing a departmental store of custom notified consumer durable goods by the name Oswal Consumer Co-operative Society from the year 1982 to 1990. He has initiated to explore a new business opportunity in real estate sector.

During the year he has been awarded degree for Dr. of Philosophy by Trinity World University of U.K.

Further he is involved with several non-governmental organizations for the promotion of social and humanitarian activities

Shri Kanji B. Rita (Managing Director)

Mr. Kanji B. Rita, 50years, is the Managing Director w.e.f. 24.09.2015 of our Company. He is a non-matriculate and started his career in retail steel sector from the year 1984. He has over 16 years of experience in the stock markets. He has diversified business interests in the areas of realty, retail and finance. In the year 2002 he incorporated Vandana Collection Private Limited and set up a retail store by the name "Kenorita". He ventured into the real estate sector and has multiple projects running under the banner of Krushmi Developers Private Limited, Ratnasagar Diamond Mall Private Limited and Kenorita Developers Private Limited.

Shri Kamlesh S. Limbachiya (Whole time Director)

Shri Kamlesh S. Limbachiya is a Whole Time Director of the Company with effect from 1st April 2014. He is Commerce Graduate and started his career in the year 1993. He has 17yrs of experience in Readymade Garments business including 12 years of experience in construction business. He works as a Partner in M/S Shri Paridhan Traders and as a Director in Keshvi Developers Private Limited

Shri. Harilal B. Rita (Non Executive Director)

Mr. Harilal. Rita 47 years is the Non Executive Director of our Company, Since February 2012. He started his career in the year 1990. He has around 11years of Experience in Finance & Brokerage and overall he has 22 years of experience. At present he is a Director in Kenorita Developers Pvt Ltd, Pioneer Securities Pvt Ltd and Kothari Builders Pvt Ltd. He is also a Partner in Kenorita Realty, LLP

Shri. Deepak M. Vaishnav (Independent Director)

Mr. Deepak M. Vaishnav, 52years, is the Independent Director of our Company. He is a Chartered Accountant by profession. He has a vast experience of 22 years in the fields of business process re-engineering, computerisation of processes, ERP evaluation, implementation and post production support, ERP due diligence, providing functional, technical and strategic support to various teams working on various projects in diverse industries like stock exchange, finance, real estate, telecommunication, banking, government financials, IT consulting, insurance and investments, process manufacturing, retail etc. at different locations in India and abroad.

He represents Tata Consultancy Services at various academic premium institutions like S.P. Jain Management & Research Institute, D. J. Sanghavi College of Engineering, SwamiVivekanand College etc. for faculty trainings, addressing students to prepare under testing times etc. He has conducted various trainings programs on project management, Oracle applications and finance for variety of audiences across Tata Consultancy Services' offices.

Shri. Ajay Khera (Independent Director)

Shri Ajay Khera, 61years, is the Independent Director of our Company. His qualifications include:-

- M.sc (Hons.) in Bio Chemistry;
- Diploma in International Marketing;
- Diploma in Industrial Purchasing and Materials Management;
- Advance diploma in German language;
- Fellow of Chartered Institute of Logistics and Transport;
- Member of Institute of Materials Management, United Kingdom.

He has around 33years of experience in warehousing and logistics. He stands credited with outstanding services and contributions towards the growth of hi-tech Jawaharlal Nehru Port, by the Jawaharlal Nehru Port Trust and stands conferred with JPI's Rajiv Gandhi Memorial Shipping Performance Award – 1996 for special services for outstanding contribution for promoting of shipping trade at JNPT, Navi Mumbai.

Shri. Dilip C. Shah (Independent Director)

Shri Dilip C. Shah, 42Years, is the Independent Director of our Company, since February 2012. He is a Graduate and started his career in Real Estate Sector in 1998. He has over 14 years of experience in real estate sector, including 12 years of experience in the stock markets. At present he is a partner in Oswal Enterprises, a Partnership Firm.

Shri Bharat P. Shah (Independent Director)

Shri Bharat Popatlal Shah is designated as an Independent Director in our company. He is qualified as a B.com from Mumbai University & Chartered Accountants from ICAI. His work experience is more than 32 years & currently he is Proprietor of Bharat P. Shah & Co.

Mrs. Shilpa Vishal Solanki

Ms. Shilpa V Solanki has 12 years of working experience in accountancy background. She is Qualified as a B. Com from Mumbai University as well as Chartered Accountants from ICAI. By profession she is Practicing Chartered Accountants in the firm name “M/s Shilpa S Jain and Associates”, she is partner in YardliPrabhu&Associates.

NOTICE

NOTICE is hereby given that the Twenty first Annual General Meeting of the Members of Inventure Growth & Securities Limited will be held on Thursday, 29th September 2016 at 11.00 AM at 3rd Floor, Sterling Banquet Hall, Topiwala Center, Off S.V. Road, Near Station Road, Goregaon (West), Mumbai – 400 062.

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Statement of Profit & Loss for the financial year ended March 31, 2016 and the Balance Sheet as on that date and the Report of the Directors' and Auditor's thereon.
2. To appoint a Director in place of Mr. Harilal B. Rita (holding Din No:02750900) who retires by rotation and being eligible offers himself for re-appointment
3. To ratify the appointment of Statutory Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Section 139, 142 and all other applicable, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force as amended from time to time), pursuant to the recommendation of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the Annual General Meeting held on 24th September, 2015, the appointment of M/s. PHD & Associates, Chartered Accountants, (Firm Registration Number: 111236W) as Statutory Auditors of the Company to hold the office from conclusion of this Annual General Meeting (hereinafter referred to as 'AGM') till the conclusion of the Twenty fifth AGM of the Company to be held in the calendar year 2020 be and hereby ratified and the Board of directors are be and hereby authorised to fix the remuneration payable to them for the financial year ending 31 March 2017 as may be determined by the Audit Committee in consultation with the Auditors, and as may be agreed upon between the Auditors and the Board of Directors”

By Order of the Board of Directors

For Inventure Growth & Securities Ltd.

Kanji B. Rita
(Managing Director)

Place: Mumbai
Date: 11.08.2016

NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a Member of the Company. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Shareholder. The instrument appointing proxy should, however, be deposited at the Registered Office of the Bank not later than forty-eight hours before the commencement of the Meeting.
2. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips along with their copy of the Annual Report to the Meeting. The copies of the Annual Report will not be distributed at the meeting.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution/ power of attorney authorizing their representative to attend and vote on their behalf at the Meeting.
4. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Relevant documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days (Monday to Friday) between 11.00 a.m. to 3.00 p.m. during the business hours up to the date of Annual general Meeting.
6. Members having any questions on financial statements or on any agenda item proposed in the notice of Annual General Meeting are requested to send their queries at least seven days prior to the date of Annual General Meeting at the registered office address of the Company to enable the Company to collect the relevant information.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar and Transfer Agent (R&TA).
8. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.
9. The Copy of the Annual Report is being sent by electronic mode to members who have registered their e-mail ids with the Company / Depository Participant(s). To support the "Green Initiative" as well as Regulation 36 (1)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are requested to register/update their e-mail ids with the Company/ Depository Participant/ R&TA which will be used for the purpose of

sending the communications in future.

10. Members whose e-mail id is not registered with the Company, physical copies of this annual report will be sent at their registered address through permitted mode.
11. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the Annual report may send their request to the Company at its registered office address or to the R&T, Link In time India Pvt. Ltd (Contact details Tel.: 22 25963838, Fax No: 25946969 email: saili.lad@linkintime.co.in)
12. Members may note that the Notice of the 21st Annual General Meeting and the Annual Report for the year 2015-16 will also be available on the Company's website www.inventuregrowth.com and on the website of CDSL <https://www.evotingindia.co.in>.
13. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their nominations, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Members holding shares in physical form are requested to intimate such changes the Company's Registrar and Transfer Agents.
14. Non-Resident Indian Members are requested to Inform Registrar and Transfer Agent immediately about :
 - (i) The change in residential status on return to India for permanent settlement.
 - (ii) The particular of NRO Bank account in India, if not furnished earlier.
15. Profile of the Directors retiring by rotation, as required by Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 1.2.5 of Secretarial Standard on General Meetings are given in the Report on Corporate Governance forming part of the Directors' Report. The Directors have furnished requisite declaration for their appointment / re appointment.
16. Members who hold shares in dematerialized form are requested to bring their detail of Demat account (client ID and DP ID) for speedy and easier identification of attendance at the meeting.
17. Member / proxy holder shall hand over the attendance slip, duly signed and filled in all respect, at the entrance for attending the meeting. Route map of AGM venue is given in this report.
18. **E-voting facility**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Company is pleased to provide its members the facility of 'remote e-voting' (e-voting from a place other than venue of the AGM) to exercise their right to vote at the 21st AGM and accordingly, business/resolutions as mentioned in this Notice shall be transacted considering e-voting. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting.

Steps for Remote E-voting

- 1) In case of members receiving e-mail
 - i) Log on to the e-voting website www.evotingindia.com
 - ii) Click on “Shareholders” tab.
 - iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”.
 - iv) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - v) Next enter the Image Verification as displayed and Click on Login.
 - vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.</p> <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.</p>
DOB	<p>Enter the Date of Birth as recorded in your Demat account or in the company records for the said Demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your Demat account or in the company records for the said Demat account or folio.</p> <p>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</p>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field.